

TENNESSEE REGULATORY AUTHORITY

Pat Miller, Chairman
Deborah Taylor Tate, Director
Sara Kyle, Director
Ron Jones, Director



460 James Robertson Parkway
Nashville, Tennessee 37243-0505

September 20, 2004

Mr. Patrick J. O'Connor, Counsel
Steel Hector & Davis LLP
200 South Biscayne Boulevard
Suite 4000
Miami, Florida 33139

Re: Joint Application of QuantumShift Communications, Inc and VCOM Solutions, Inc. for
Approval of Acquisition by VCOM Solutions of control over QuantumShift
Communications, Inc.
Our Docket 04-00226

Dear Mr. O'Connor,

In order to more fully analyze the above-referenced application in our Docket 04-00226, the Staff of the Tennessee Regulatory Authority requires more information. Please provide the information requested below by October 1, 2004. Consider this as Data Request No. 1. Your early response to these questions will enable us to act more timely.

1. Under which Tennessee Statutes or Authority Rules are you filing this application under?
2. You state that VCOM does business in 49 other states and the District of Columbia. Have you filed in any other states regarding this transaction?
3. Assuming you have filed in Virginia, what actions were taken by them regarding this petition?
4. Because you are engaged in interstate commerce, have you applied for approval from the FCC? If so, provide the Docket or File No.
5. How many customers does QuantumShift Communications, Inc. currently have in Tennessee?
6. Does VCOM currently hold a CCN in any state as a public utility and/or does VCOM own other public utilities that are certificated in its name or any other name? List all public utilities owned in other states.

7. The Petition states that QuantumShift, Inc. is redeploying its assets and holdings toward ventures within its core competencies. Confirm that you are only buying 100% of the stock of QuantumShift Communications, Inc., the subsidiary. Is QuantumShift, Inc. going to remain in business?
8. It appears from the corporate organization chart that VCOM plans to operate under the present name of QuantumShift Communications, Inc. and that VCOM will keep QuantumShift's CCN in its name. If so, will there be any confusion by the public if VCOM continues to operate under QuantumShift's Communications, Inc. name and QuantumShift, Inc. is still in business?
9. Is VCOM aware that if they choose to change the name on the certificate, VCOM has to have Authority approval and will have to provide a copy of the customer notification letter with the logos of both companies on the letter and envelope?
10. Please explain the benefits accruing to QuantumShift Communications, Inc., its customers, and the public welfare in general as a result of the acquisition.
11. Confirm that you will abide by all regulations pertaining to public utilities in Tennessee and that you will file any future rate or service adjustments with the Tennessee Regulatory Authority.

If you have any questions or comments, please call David McClanahan at 615-741-2904, ext. 177. Please respond by sending 13 copies to:

Ms Sharla Dillon, Docket Manager
460 James Robertson Parkway
Nashville, Tn. 37243-0505

Sincerely,



Aster Adams, Chief
Competitive Markets & Policy Division

Cc: Mr. Pat Miller, Chairman
Sharla Dillon, Docket Manager
Tennessee Regulatory Authority